

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

NCR CORPORATION,)	
)	
Plaintiff,)	
)	
v.)	C.A. No. 11-481-NLH-AMD
)	
BB 2009 TRUST,)	
)	
Defendant.)	

**BB 2009 TRUST'S MOTION TO DISMISS THE COMPLAINT FOR
FAILURE TO JOIN A NECESSARY AND INDISPENSIBLE PARTY**

BB 2009 Trust, by and through its undersigned counsel, moves to dismiss the Complaint of NCR Corporation in the above-referenced action pursuant to Rules 12(b)(7) and 19 of the Federal Rules of Civil Procedure for failure to join Blockbuster Inc., a necessary and indispensable party.

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ Rodger D. Smith II

Rodger D. Smith II (#3778)
1201 N. Market Street
P.O. Box 1347
Wilmington, DE 19899-1347
(302) 658-9200
rsmith@mnat.com

OF COUNSEL:

Paul S. Hessler
Robert H. Bell
LINKLATERS LLP
1345 Avenue of the Americas
New York, NY 10105
(212) 903-9000

Attorneys for BB 2009 Trust

June 21, 2011
4338342

CERTIFICATE OF SERVICE

I hereby certify that on June 21, 2011, I caused the foregoing to be electronically filed with the Clerk of the Court using CM/ECF, which will send notification of such filing to:

Melanie K. Sharp
Erika R. Caesar
Young, Conaway, Stargatt & Taylor LLP

I further certify that I caused copies of the foregoing document to be served on June 21, 2011, upon the following in the manner indicated:

Melanie K. Sharp
Erika R. Caesar
Young, Conaway, Stargatt & Taylor LLP
The Brandywine Building
1000 West Street, 17th Floor
P.O. Box 391
Wilmington, DE 19899-0391

VIA ELECTRONIC MAIL

/s/ Rodger D. Smith II

Rodger D. Smith II (#3778)